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COUNSELORS AT LAW

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ELLIOTT D. HEFLER
J. ANDREW RAHL, JR.
SIDNEY M. SEGALL
MICHAEL W. STAMM

No. **0-184A085** **11963**

Date **JUL 2 1980** RECORDATION NO. Filed 1425

Fee \$ **200.00** **JUL 2 1980 - 2 20 PM**

ICC Washington, D. C.
INTERSTATE COMMERCE COMMISSION

JUL 2 2 11 PM '80

I.C.C.
FEE OPERATION BR. TEL: (212) 838-6670

540 MADISON AVENUE
NEW YORK, N. Y. 10022

11963

July 1, 1980 RECORDATION NO. Filed 1425

JUL 2 1980 - 2 20 PM

INTERSTATE COMMERCE COMMISSION

Office of the Secretary
Recordation Office
Interstate Commerce Commission
Twelfth St. and Constitution Avenue, N.W.
Washington, D. C. 20423

RECORDATION NO. **11963 A** Filed 1425

JUL 2 1980 - 2 20 PM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. **11963 A** Filed 1425

JUL 2 1980 - 2 20 PM

INTERSTATE COMMERCE COMMISSION

Re: Recordation and Filing of Documents per-
taining to 117 Railroad Boxcars Numbered
as set forth in Exhibit A hereto

Dear Sirs:

In accordance with the provisions of Section 11303
of the Revised Interstate Commerce Act, 49 U.S.C. §11303,
and Part 1116 of Title 49 of the Code of Federal Regulations,
we request that the enclosed documents be recorded and
filed by the Interstate Commerce Commission (the "Commission").

A. Description of the Documents and the
Parties Thereto

Enclosed herewith are three originals of the documents
listed below. We request that one original of each document
be recorded and filed in the order listed below. We request
that the additional originals be stamped by your office and
returned to us.

1. Bill of Sale dated June 30, 1980 from Emons
Leasing Co., Inc. to Maryland and Pennsylvania
Railroad Company for 117 Box Cars described on
Exhibit A;
2. Bill of Sale dated June 30, 1980 from Maryland
and Pennsylvania Railroad Company to Emons Industries,
Inc. for 117 Box Cars described on Exhibit A;
3. Lease of Railroad Equipment dated as of June 30
1980 between Emons Industries, Inc., Lessor and
Maryland and Pennsylvania Railroad Company, Lessee;
and

CT. Koppeler

Office of the Secretary
Recordation Office
Page 2.

July 1, 1980

- (4) 4. Chattel Mortgage, Assignment and Security Agreement dated as of June 30, 1980 between Emons Industries, Inc. and The Chase Manhattan Bank, National Association, together with an Acknowledgement of Notice of Chattel Mortgage by Maryland and Pennsylvania Railroad Company, annexed thereto.

Please note that the Box Cars which are the subject of this transaction were previously subject to various Chattel Mortgages held by Central Penn National Bank which mortgages have been released immediately prior to the within transactions.

The names and addresses for the parties to this transaction are:

EMONS LEASING CO., INC.
490 East Market Street
York, Pennsylvania 17403

EMONS INDUSTRIES, INC.
(same as above address)

MARYLAND AND PENNSYLVANIA RAILROAD COMPANY
(same as above address)

THE CHASE MANHATTAN BANK,
NATIONAL ASSOCIATION
1441 Broadway
New York, N. Y. 10013

B. Procedural Matters

It is hereby respectfully requested that each of the following names be inserted in the Commission Index established pursuant to Section 116.5(c) of Title 49 of the Code of Federal Regulations.

1. Maryland and Pennsylvania Railroad Company
2. Emons Industries, Inc.
3. Emons Leasing Co., Inc.
4. The Chase Manhattan Bank, National Association

A check in the amount of \$200 has been enclosed with this letter of transmittal to cover the recordation fee.

SLADE PELLMAN & BIEHL

Office of the Secretary
Recordation Office
Page 3.

July 1, 1980

Please stamp and return the enclosed copy of this letter of transmittal.

If there are any questions with respect to the enclosed or the transactions described therein, please telephone Elliott D. Hefler or Michael W. Stamm of this office, collect.

Very truly yours,

A handwritten signature in cursive script, reading "Slade Pellman & Biehl".

SLADE PELLMAN & BIEHL

SP&B:mrs
enclosures

EXHIBIT A

117 fifty ton, forty foot six inch, wood lined general purpose boxcars, Class "XM", having MPA reporting marks and the following serial numbers:

15101 - 15108 inclusive
15111
15113
15117 - 15124 inclusive
15129
15133 - 15141 inclusive
15144
15145
15150 - 15153 inclusive
15155 - 15159 inclusive
15161
15164
15165
15173
15176
15177
15182 - 15185 inclusive
15187
15189 - 15208 inclusive
15210 - 15212 inclusive
15214 - 15217 inclusive
15219
15222
15224 - 15226 inclusive
15228 - 15230 inclusive
15232
15233
15236
15238
16108
16109
16112 - 16114 inclusive
16121
16122
16127 - 16130 inclusive
16132 - 16134 inclusive
16136 - 16138 inclusive
16140
16142 - 16145 inclusive
16147
16149 - 16151 inclusive
16157
16160

Interstate Commerce Commission
Washington, D.C. 20423

7/2/80

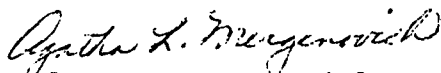
OFFICE OF THE SECRETARY

**Melvin S. Slade, Atty.
Slade, Pellman & Biehl
540 Madison Avenue
New York, N.Y. 10022**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **7/2/80** at **2:20pm**, and assigned re-recording number(s). **11963, 11963-A, 11963-B & 11963-C**

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

Interstate Commerce Commission
Washington, D.C. 20423

7/2/80

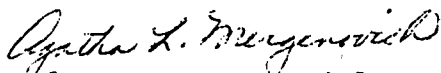
OFFICE OF THE SECRETARY

Scott B. White
Arent, Fox, Kintner, Plotkin & Kahn
1815 H. Street, N.W.
Washington, D.C. 20006

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **7/2/80** at **3:00pm**, and assigned re-recording number(s). **8338-D, 11964-A 11964**

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

11963

RECORDATION NO. Filed 1425

NEW NO. (1)

BILL OF SALE

JUL 2 1980 - 2 20 PM

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that EMONS LEASING CO., INC., a New Jersey corporation, with its principal place of business at 490 East Market Street, York, Pennsylvania 17403 ("Seller") for and in consideration of the sum of One (\$1.00) Dollar, lawful money of the United States of America, to it paid by MARYLAND AND PENNSYLVANIA RAILROAD COMPANY, a corporation organized under the laws of the Commonwealth of Pennsylvania and the State of Maryland, with its principal place of business at 490 East Market Street, York Pennsylvania 17403 ("Purchaser"), the receipt whereof is hereby acknowledged, has granted, bargained, sold and by these presents does grant, bargain, sell, convey and deliver unto the said Purchaser, its successors and assigns, all of the following equipment, to wit:

117 Fifty ton, forty foot six inch, wood lined, general purpose boxcars, Class "XM" having the serial numbers set forth on Exhibit A annexed hereto.

TO HAVE AND TO HOLD the said equipment unto the said Purchaser, its successors and assigns, to and for its own use forever.

The Seller warrants to the Purchaser, its successors and assigns, that the title to the said equipment hereby vested in the Purchaser is free and clear from all liens and encumbrances of every kind and Seller has the lawful authority to grant, bargain, sell and convey said equipment as aforesaid, and that it will, and will cause its successors and assigns to warrant and defend the said equipment unto the Purchaser against the claims and demands of all persons whomsoever.

IN WITNESS WHEREOF, Seller has caused its corporate seal to be hereto affixed and has caused these presents to be executed in its behalf by its authorized signatory, and attested by its authorized signatory, this 30th day of June 1980.

EMONS LEASING CO., INC.

By: Robert Grossman
President

Attest:

J. L. H. H. H.
Sey

STATE OF *Pennsylvania*)
COUNTY OF *York*) : ss.:
)

On the *30th* day of *June*, 1980 before me came ROBERT GROSSMAN, to me known, who, being by me duly sworn, did depose and say that he resides at 865 Hickory Hill Lane, York, Pennsylvania; that he is President of Emons Leasing Co., Inc., the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Jedye Horstman

MY COMMISSION EXPIRES
JANUARY 31, 1981
YORK, YORK COUNTY, PA.

EXHIBIT A

117 fifty ton, forty foot six inch, wood lined general purpose boxcars, Class "XM", having MPA reporting marks and the following serial numbers:

15101 - 15108 inclusive

15111

15113

15117 - 15124 inclusive

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15222

15224 - 15226 inclusive

15228 - 15230 inclusive

15232

15233

15236

15238

16108

16109

16112 - 16114 inclusive

16121

16122

16127 - 16130 inclusive

16132 - 16134 inclusive

16136 - 16138 inclusive

16140

16142 - 16145 inclusive

16147

16149 - 16151 inclusive

16157

16160